

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)) Chapter 11
SUNPOWER CORPORATION, <i>et al.</i> ¹)) Case No. 24-11649 (CTG)
Debtors.)) (Jointly Administered)
)) Hearing Date:
)) August 29, 2024 at 10:30 a.m.
)) Re: Docket Nos. 58, 59, 188
)	

**NOTICE OF FILING OF REVISED FORM OF THAT CERTAIN “ORDER
(I) AUTHORIZING AND APPROVING THE SALE OF TCU SOLAR LOANS
AND RIC DEPOSITOR MEMBERSHIP INTERESTS FREE AND
CLEAR OF ALL LIENS, CLAIMS, ENCUMBRANCES AND OTHER
INTERESTS AND (II) GRANTING RELATED RELIEF”**

PLEASE TAKE NOTICE THAT, on August 6, 2024, the above-captioned debtors and debtors in possession (collectively, the “Debtors”) filed the *Motion of Debtors For Entry of An Order (I) Authorizing And Approving the Sale of TCU Solar Loans and RIC Depositor Membership Interests Free and Clear of All Liens, Claims, Encumbrances and Other Interests and (II) Granting Related Relief* [Docket No. 58] (the “GoodFinch Sale Motion”²) with the United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”).

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: SunPower Corporation (8969); SunPower Corporation, Systems (8962); SunPower Capital, LLC (8450); SunPower Capital Services, LLC (9910); SunPower HoldCo, LLC (0454); SunPower North America, LLC (0194); Blue Raven Solar, LLC (3692); Blue Raven Solar Holdings, LLC (4577); BRS Field Ops, LLC (2370); and Falcon Acquisition HoldCo, Inc. (3335). The location of the Debtors’ service address for purposes of these chapter 11 cases is: 880 Harbour Way South, Suite 600, Richmond, CA 94804.

² On August 13, 2024, the Debtors also filed the *Declaration of Matthew Henry, Chief Transformation Officer of SunPower Corporation, in Support of the Motion of Debtors for Entry of an Order (I) Authorizing and Approving the Sale of TCU Solar Loans and RIC Depositor Membership Interests Free and Clear of All Liens, Claims, Encumbrances and Other Interests and (II) Granting Related Relief* [Docket No. 59] in support of the relief requested in the GoodFinch Sale Motion.

PLEASE TAKE FURTHER NOTICE THAT, pursuant to the GoodFinch Sale Motion, the Debtors seek entry of an order, substantially in the form attached as “Exhibit A” thereto (the “Sale Order”),³ (a) approving the Purchase Transaction by and between Debtor SunPower Capital Services, LLC, and GoodFinch SPV WL IV (SPWR), LLC and Solar Securitization Master Fund II, LP (each, a “Purchaser,” and together, the “Purchasers”) for (i) the TCU Solar Loans, and (ii) 100% of the limited liability company membership interests in SPWR RIC Depositor 2022-1, LLC (the “RIC Depositor Membership Interests,” and together with TCU Solar Loans, the “Assets”); (b) authorizing and approving the Debtors to enter into the loan sale and purchase agreements attached to the Sale Order as “Exhibit 2-A” and “Exhibit 2-B” thereto and the membership interest purchase and transfer agreement attached to the Sale Order as “Exhibit 3” thereto (together with all schedules, exhibits, and ancillary documents related thereto, as amended, modified, or supplemented from time to time, the “Purchase Agreements”); (c) authorizing the Debtors to sell each Asset to the applicable Purchaser free and clear of liens, claims, encumbrances, and other interests pursuant to section 363(f) of the Bankruptcy Code and the terms set forth in the Purchase Agreements; and (d) granting related relief.

PLEASE TAKE FURTHER NOTICE THAT, on August 22, 2024, the Debtors filed the *Notice of Filing of the Certain “Membership Interest Purchase and Transfer Agreement” and Certain “Loan Sale and Purchase Agreement” in Connection with “Motion of Debtors for Entry of an Order (I) Authorizing and Approving the Sale of TCU Solar Loans and RIC Depositor Membership Interests Free and Clear of all Liens, Claims, Encumbrances and Other Interests and (II) Granting Related Relief”* [Docket No. 58] [Docket No. 188] attaching a copy of each of (i)

³ Capitalized terms used, but not otherwise defined, herein shall be given the same meanings ascribed to them in the GoodFinch Sale Motion.

that certain *Membership Interest Purchase and Transfer Agreement* (ii), that certain *Loan Sale and Purchase Agreement* with Solar Securitization Master Fund II, LP, and (iii) that certain *Loan Sale and Purchase Agreement* all in connection with the GoodFinch Sale Motion.

PLEASE TAKE FURTHER NOTICE THAT, today, the Debtors have filed the attached revised form of Sale Order in connection with the GoodFinch Sale Motion (the “Revised Sale Order”). A copy of the Revised Sale Order is attached hereto as **Exhibit I**. For the convenience of the Bankruptcy Court and other parties-in-interest, a redline of the Revised Sale Order marked against the Sale Order is attached hereto as **Exhibit II**. The Debtors hereby expressly incorporate the Revised Sale Order into the GoodFinch Sale Motion as if set forth therein in full.

PLEASE TAKE FURTHER NOTICE THAT a hearing to consider the GoodFinch Sale Motion and any objections thereto will be held before The Honorable Craig T. Goldblatt at the Bankruptcy Court, 824 North Market Street, **6th Floor, Courtroom 2**, Wilmington, Delaware 19801 on **August 29, 2024 starting at 10:30 a.m. (Eastern Daylight Time)** (the “Sale Hearing”).

PLEASE TAKE FURTHER NOTICE THAT, to the extent that the Debtors make any further changes to the Revised Sale Order prior to Sale Hearing, the Debtors will present such revised documents to the Bankruptcy Court either at or before the Sale Hearing.

[*Remainder of page intentionally left blank*]

Dated: August 28, 2024
Wilmington, Delaware

/s/ Jason M. Madron

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